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Carla O. Andres (*Pro Hac Vice*)

Attorneys for the Fee Committee

UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF NEW YORK

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In re	:	Chapter 11
	:	
LEHMAN BROTHERS HOLDINGS, INC. <i>et al.</i> ,	:	Case No. 08-13555 (JMP)
	:	
Debtors.	:	(Jointly Administered)
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**STIPULATION BETWEEN RICHARD SHELDON, QUEEN’S COUNSEL,
AND THE FEE COMMITTEE REGARDING THE
SIXTH INTERIM APPLICATION OF RICHARD SHELDON,
FOR ALLOWANCE OF INTERIM COMPENSATION AND EXPENSES
FOR THE PERIODS FROM OCTOBER 1, 2011 THROUGH MARCH 6, 2012**

**TO: THE HONORABLE JAMES M. PECK
U.S. BANKRUPTCY JUDGE**

WHEREAS, on May 10, 2012, Richard Sheldon, Queen’s Counsel (“Sheldon”) filed the *Sixth Application of Richard Sheldon, Queen’s Counsel, Special U.K. Counsel to Official Committee of Unsecured Creditors, for Interim Approval and Allowance of Compensation for Services Rendered and for Reimbursement of Expenses During the Period From October 1, 2011 Through and Including March 6, 2012* (the “Sixth Fee Application”) [Docket No. 27793] seeking interim fees in the amount of \$11,909.08 for professional services rendered;

WHEREAS, Sheldon has received from the Debtors approximately 80 percent of the amounts invoiced to the Debtors for professional services rendered;

WHEREAS, pursuant to the *Order Appointing Fee Committee and Approving Fee Protocol* [Docket No. 3651], and consistent with the procedures set forth in the *Amended Fee Protocol* attached as Exhibit A to *Order Amending the Fee Protocol* [Docket No. 15998], counsel for the Fee Committee in Lehman Brothers Holdings, Inc. (the “Fee Committee”) has reviewed the Sixth Fee Application, issued a Confidential Letter Report on July 23, 2012, and entered into a dialogue with Sheldon regarding the applicable currency exchange rates;

WHEREAS, as a result of this dialogue, Sheldon and the Fee Committee have agreed to a stipulated allowance of fees in the full amounts requested for professional services rendered in connection with the Sixth Fee Application based on exchange rates in effect on the date of the Sixth Fee Application; and

WHEREAS, notwithstanding this Stipulation, the Sixth Fee Application remains subject to notice, an opportunity for a hearing, and Court approval under Rule 2016 of the Federal Rules of Bankruptcy Procedure and 11 U.S.C. §§ 330, 331.

STIPULATION

NOW, THEREFORE, the Fee Committee and Sheldon hereby stipulate and agree that the Court may enter an order (to be submitted subsequently) approving Sheldon’s request for interim compensation in the amount of \$12,174.08 on the Sixth Fee Application.

Dated: Milwaukee, Wisconsin
September 18, 2012.

GODFREY & KAHN, S.C.

By: /s/ Carla O. Andres
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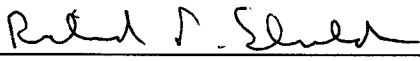
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